

EXHIBIT A
ORRICK, HERRINGTON & SUTCLIFFE LLP
INVOICES FOR THE TIME PERIOD
JUNE 1-30, 2012



ORRICK, HERRINGTON & SUTCLIFFE LLP
 COLUMBIA CENTER
 1152 15TH STREET, NW
 WASHINGTON, D.C. 20005-1706
 tel +1-202-339-8400
 fax +1-202-339-8500
 WWW.ORRICK.COM

David Austern, Futures Claims Representative for
 W.R. Grace & Co.
 c/o Claims Resolution Management Corp.
 3110 Fairview Park Drive, Suite 200
 Falls Church, VA 22042

July 13, 2012
 Client No. 17367
REVISED Invoice No. 1375011
REPLACES Invoice No. 1374143

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through June 30, 2012 in connection with
 the matters described on the attached pages:

\$ 109,907.50

DISBURSEMENTS as per attached pages:

2,533.29

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ 112,440.79

Matter(s): 17367/11, 13, 2, 7, 8

DUE UPON RECEIPT

The following is for information only:
 Previous Balance not included in this invoice:
 \$449,025.07
 If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,
 please reference your **INVOICE** and **CLIENT** numbers on your remittance.
 For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

Orrick, Herrington & Sutcliffe LLP
 Lockbox #774619
 4619 Solutions Center
 Chicago, IL 60677-4006
 Reference: 17367/ Invoice: 1375011

ELECTRONIC FUNDS TRANSFERS:

ACH & Wire Transfers:
ABA Number 121000248
SWIFT CODE: WFBUS6S
Account Number: 4123701088
 Wells Fargo
 420 Montgomery Street
 San Francisco, CA 94104
 Account of
 Orrick, Herrington & Sutcliffe LLP
 Reference: 17367/ Invoice: 1375011
 E.I.N. 94-2952627

OVERNIGHT DELIVERY:

Orrick, Herrington & Sutcliffe LLP
 c/o Wells Fargo
 Attn: Lockbox #774619
 350 East Devon Avenue
 Itasca, IL 60143
 (213) 614-3248
 Reference: 17367/ Invoice: 1375011



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July 13, 2012
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Orrick Contact: Roger Frankel

For Legal Services Rendered Through June 30, 2012 in Connection With:

Matter: 7 - Insurance Matters

06/18/12	R. Wyron	Call with P. Mahaley re insurer inquiry and plan provisions, and review same.	0.70
06/28/12	D. Felder	Review draft escrow agreement regarding Royal.	1.50
06/29/12	D. Felder	Review and revise escrow agreement.	2.00

Total Hours	4.20
Total For Services	\$2,887.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	3.50	650.00	2,275.00
Richard H. Wyron	0.70	875.00	612.50
Total All Timekeepers	4.20	\$687.50	\$2,887.50

Total For This Matter	\$2,887.50
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For Legal Services Rendered Through June 30, 2012 in Connection With:

Matter: 8 - Litigation

06/01/12	D. Fullem	Review recently filed pleadings.	0.20
06/01/12	R. Wyron	Review warrant proposal and follow-up.	0.30
06/01/12	R. Wyron	Revise Canada letter and respond to e-mails re same.	0.30
06/01/12	R. Frankel	Review warrant proposal from J. Sinclair to Blackstone (.4); e-mails regarding same (.2).	0.60
06/01/12	R. Frankel	Review various Canada objections, appeal briefs (1.4); review, edit R. Wyron draft letter to Canadian counsel regarding structure of settlement (.5).	1.90
06/04/12	D. Felder	Review Anderson Memorial Hospital's motion for relief from confirmation order (.3); review COC regarding Libby settlement (.2).	0.50
06/04/12	R. Frankel	Review confirmation, appeal issues in connection with effective date, mootness.	1.20
06/04/12	R. Frankel	Review correspondence and series of e-mails (R. Wyron, A. Paul) regarding Canada.	0.80
06/05/12	D. Felder	Review pleadings regarding PD issues and e-mail correspondence regarding same.	3.00
06/05/12	R. Wyron	Call with ACC and Debtors' counsel (.6); follow-up on Canada and finalize letter (.5).	1.10
06/05/12	R. Frankel	Review issues in preparation for Grace working team call.	0.60
06/05/12	R. Frankel	Telephone conference with J. Donley, A. Paul, P. Lockwood, R. Wyron, Grace re status of case, settlement issues (.9); telephone conference with R. Wyron re same (.2); notes re same (.2).	1.30
06/05/12	R. Frankel	Review as-filed order approving Libby-BNSF Settlement Agreements.	0.60
06/05/12	R. Frankel	Review series of e-mails re Montana.	0.40
06/06/12	D. Felder	Research regarding PD issues (2.0); telephone conference with M. Hurford regarding update (.1).	2.10
06/06/12	R. Wyron	Review approval order and e-mails re same (.3); follow-up on Canada issue (.2).	0.50
06/06/12	R. Frankel	Confer with R. Wyron re Libby settlement, Montana, Canada (.4); notes re same (.2).	0.60



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06/06/12	R. Frankel	Review new approval order with all exhibits from Kirkland (.8); e-mails re same (.1).	0.90
06/07/12	R. Frankel	Review with R. Wyron CNA correspondence, agenda for Lincoln meeting.	0.30
06/07/12	R. Frankel	Review various correspondence from M. Giannotto re CNA-Libby-Arrowood settlement.	0.70
06/11/12	D. Fullem	Review updates to Grace District Court and Third Circuit dockets; circulate opinion in District Court and other filings to group as per R. Wyron request.	0.50
06/11/12	J. Burke	Review J. Buckwalter's amended opinion.	0.50
06/11/12	R. Wyron	Review and analyze District Court decision.	1.60
06/11/12	R. Frankel	Preliminary review of revised J. Buckwalter opinion.	1.20
06/12/12	D. Fullem	Review recently filed pleadings.	0.20
06/12/12	D. Felder	Review Judge Buckwalter's opinion and order.	1.60
06/12/12	R. Frankel	Review agenda, e-mails re June 18 Omnibus Hearing (.1); confer with R. Wyron re case issues (.3).	0.40
06/12/12	R. Frankel	Read memorandum opinion of J. Buckwalter (2.5); notes re FCR language (.2).	2.70
06/13/12	D. Fullem	Review and respond to D. Felder regarding J. Baer removed from service list.	0.20
06/14/12	D. Fullem	Review recently filed pleadings.	0.20
06/14/12	D. Felder	Review draft response to Anderson Memorial Hospital's motion for relief (1.0); e-mail correspondence regarding same (.1); conference with Lincoln team and D. Austern regarding quarterly financial review (1.5); review Debtors' de minimis sale notice and attached documents (.8).	3.40
06/14/12	R. Wyron	Review materials for meeting with D. Austern (.4); meet with D. Austern and Lincoln team on financial issues, warrant and emergence issues and follow-up regarding same (2.1); review materials from Lincoln (.3); confer with R. Frankel re Montana (.4); review AMH draft (.9).	4.10
06/14/12	R. Frankel	Telephone conference with E. Inselbuch re Montana.	0.30
06/14/12	R. Frankel	Review draft appellees' response to AMH Rule 60(b) Motion (1.1); notes re same (.2).	1.30
06/14/12	R. Frankel	Review Rule 60(b).	0.40
06/14/12	R. Frankel	Telephone conference with J. Donley re AMH pleading, Montana (.3); series of e-mails re same (.4).	0.70
06/14/12	R. Frankel	Confer with Lincoln, R. Wyron, D. Austern, D. Felder re semi-annual update on Grace (1.6); notes re same (.2).	1.80
06/15/12	D. Fullem	Review recently filed pleadings.	0.20



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06/15/12	D. Felder	E-mail correspondence to J. Phillips regarding response to Anderson Memorial Hospital's motion (.1); review revised draft regarding same (.5).	0.60
06/15/12	R. Wyron	Review AMH draft pleading and provide final comments.	0.50
06/15/12	R. Frankel	Review Lincoln financial presentation details.	0.80
06/15/12	R. Frankel	Telephone conference with A. Paul regarding stock, warrant issues (.2); draft e-mail to client, Lincoln regarding same (.3).	0.50
06/15/12	R. Frankel	Review cases regarding exposure criteria.	0.40
06/15/12	R. Frankel	Review notice of proposed sale of Bondera division and related sales agreement (1.0); e-mails with R. Higgins regarding same (.1).	1.10
06/15/12	R. Frankel	Review D. Felder memo regarding AMH settlement in other matters in Federal Mogul case (.4); review related settlement agreement (.5).	0.90
06/15/12	R. Frankel	Review revised response to AMH Rule 60 to Motion (.8); series of e-mails regarding same with J. Donley, M. Shelnitz, P. Lockwood (.4).	1.20
06/18/12	D. Fullem	Review email from R. Wyron; download decision in Grumman Olson case in SDNY re successor liability issue.	0.30
06/18/12	D. Felder	Review revised objection to Anderson Memorial Hospital's motion (.7); review PD FCR's response regarding same (.3).	1.00
06/18/12	R. Wyron	Review AMH pleading and follow-up (.4); prepare notes for 6/19 call (.2).	0.60
06/18/12	R. Frankel	Prepare, consider memo regarding Grace stock transaction with banker.	1.20
06/18/12	R. Frankel	Review response to AMH Rule 60(b) Motion filed by PD FCR.	0.60
06/18/12	R. Frankel	Review, edit Appellee's Response to AMH Rule 60 to Motion (1.0); series of e-mails regarding same (.3); series of e-mails regarding same with L. Esayian, P. Lockwood, R. Wyron (.3).	1.60
06/19/12	D. Fullem	Review recently filed pleadings.	0.20
06/19/12	R. Wyron	Call with Grace and ACC counsel re AMH, appeal timeline and warrant issues (1.2); calls with R. Frankel re warrants (.4); call with J. Radecki re same (.3); review materials from Blackstone re warrant issues (.5).	2.40
06/19/12	R. Frankel	Review J. Buckwalter opinion re various appeal issues.	1.30
06/19/12	R. Frankel	Telephone conference with R. Wyron re banker transaction, warrants in preparation for team call.	0.50



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06/19/12	R. Frankel	Telephone conference with Grace, P. Donley, A. Paul, P. Lockwood, R. Wyron re appeal, settlement issues (1.1); prepare notes re same (.3).	1.40
06/19/12	R. Frankel	Prepare outline of open effective date issues per team telephone conference.	0.60
06/19/12	R. Frankel	Review Blackstone/Grace presentation re warrant transaction.	1.20
06/20/12	D. Fullem	Review recently filed pleadings.	0.20
06/20/12	R. Wyron	Review presentation on warrant transaction and organize notes.	0.80
06/20/12	R. Frankel	Review plan of reorganization, Bankruptcy Code re authority of debtors' post-confirmation and pre-effective date.	2.20
06/20/12	R. Frankel	Telephone conference with R. Wyron re warrant presentation (.3); telephone conference with D. Austern re case issues, status (.5).	0.80
06/20/12	R. Frankel	Review Thorpe case re elements of equitable mootness (1.1); notes re same (.2).	1.30
06/20/12	R. Frankel	Confer with R. Wyron re warrant deal, process for approval (.5); notes re same (.1).	0.60
06/21/12	D. Fullem	Research investment bankers in Grace bankruptcy case; e-mail to R. Wyron and R. Frankel re same.	0.50
06/21/12	R. Wyron	Call with Lincoln re proposal on warrants (.7); review proposal terms and notes re same (.4).	1.10
06/21/12	R. Frankel	Telephone conference with A. Paul re Grace deal re warrants (.2); prepare notes re same (.2).	0.40
06/21/12	R. Frankel	Review warrant presentation in preparation for call with Lincoln.	0.70
06/21/12	R. Frankel	Telephone conference with J. Radecki, R. Wyron re Grace warrant transaction.	0.80
06/22/12	R. Frankel	Prepare notes, memo re open issues with respect to Grace warrant deal.	1.40
06/22/12	R. Frankel	Review effective date issues.	0.70
06/25/12	J. Burke	Confer with R. Wyron regarding research issue.	0.20
06/25/12	D. Felder	Review letter from bank lenders regarding Third Circuit appeal.	0.10
06/25/12	R. Wyron	Review analysis from Blackstone re warrant (.6); telephone conference with A. Paul re issues (.4); conferences with R. Frankel and follow-up re same (.4); telephone conference with J. Radecki re warrant and hedge and respond to e-mails re same (.7).	2.10



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06/25/12	R. Wyron	Review draft response to stay motion.	0.30
06/25/12	R. Frankel	Series of e-mails re stay pending appeal-Garlock (.3); confer with R. Wyron re same (.3).	0.60
06/25/12	R. Frankel	Review issues re approval of Grace warrant transaction.	0.80
06/25/12	R. Frankel	Review further Blackstone presentations from Lincoln.	1.30
06/25/12	R. Frankel	Confer with R. Wyron re status of Grace warrant transaction; notes re same.	0.40
06/25/12	R. Frankel	Review preliminary draft from J. Donley of response to Garlock stay motion.	0.70
06/26/12	D. Fullem	Review e-mail from R. Frankel and review pleadings in district court case 11-199.	0.50
06/26/12	D. Fullem	Review recently filed pleadings.	0.20
06/26/12	J. Burke	Research regarding warrant agreement.	1.40
06/26/12	D. Felder	Review Garlock's motion to stay (1.0); review e-mail correspondence from J. Radecki regarding warrant issues (.2).	1.20
06/26/12	R. Wyron	Telephone conference with Grace counsel and follow-up (.8); review AMH pleading and draft response re same (.9).	1.70
06/26/12	R. Wyron	Work on warrant analysis.	0.60
06/26/12	R. Frankel	Telephone conference with M. Shelnitz, J. Donley, A. Paul, R. Wyron re warrant deal, effective date issues (.7); notes re same (.2).	0.90
06/26/12	R. Frankel	Review Garlock emergency motion for stay and related pleadings.	2.30
06/26/12	R. Frankel	Confer with R. Wyron re effective date conditions (.6); review plan re same (.6).	1.20
06/27/12	D. Felder	Conference with R. Wyron regarding research issues (1.3); e-mail correspondence and telephone conference with P. Mahaley regarding same and follow-up (.8); research confirmation issues (1.5); review Debtors' revised draft opposition to Garlock's stay motion and e-mail correspondence regarding same (.5); review Judge Buckwalter's opinion and order denying stay motion and e-mail correspondence regarding same (.5); review Third Circuit appeal regarding Garlock and case opening letter regarding same (.3); e-mail correspondence with R. Frankel, R. Wyron and D. Fullem regarding same (.2).	5.10
06/27/12	R. Wyron	Conference with D. Felder re appeal, stay motion, pending matters and Third Circuit brief.	0.60



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06/27/12	R. Wyron	Conference with D. Felder re effective date issues, Trust funding and follow-up (.9); work on open issues list and organize outline (.7).	1.60
06/27/12	R. Frankel	Review draft Plan Proponents' Response to Garlock's Renewed Stay Motion (1.2); review prior Appellee Response to Garlock (.9).	2.10
06/27/12	R. Frankel	Confer with R. Wyron re draft Plan Proponents' Response (.4); telephone conference with R. Wyron, J. Donley re changes to Response (.5).	0.90
06/27/12	R. Frankel	Prepare memo re effective date issues for discussion with client (1.8); review plan re effective date conditions (.5).	2.30
06/27/12	R. Frankel	Review revised draft from J. Donley of Response to Garlock.	0.60
06/28/12	D. Fullem	Review settlement documents re Libby Claimants and BNSF.	1.00
06/28/12	D. Fullem	Confer with R. Wyron re settlement with Libby Claimants and BNSF.	0.20
06/28/12	D. Fullem	Review filings/appeal in 11-199 case (.3); e-mail to D. Felder, R. Wyron and R. Frankel regarding same (.2).	0.50
06/28/12	D. Felder	Research issues regarding plan and effective date.	2.50
06/28/12	R. Smith	Telephone conference with R. Wyron regarding alternative liquidity options for warrants.	0.50
06/28/12	R. Wyron	Review agreement status with M. Giannotto and follow-up (.6); review AMH filing and case law (.7).	1.30
06/28/12	R. Wyron	Work on effective date analysis (.8); telephone conference with R. Smith re warrants and follow-up (.6); review warrant analysis (.4).	1.80
06/28/12	R. Frankel	Further preparation of memo to client regarding effective date issues.	1.10
06/28/12	R. Frankel	Review letter from Court of Appeals, e-mails regarding same.	0.30
06/28/12	R. Frankel	Read Memorandum Opinions of Judge Buckwalter denying Garlock motion, series of e-mails regarding same.	1.30
06/28/12	R. Frankel	Review presentation regarding Project Capricorn (.5); review Grace organizational chart regarding same (.3).	0.80
06/29/12	D. Fullem	Prepare notices of appearance and corporate disclosure form for new Garlock/Grace appeal to 3rd Circuit.	1.00



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06/29/12	D. Felder	Review Anderson Memorial Hospital's response in support of motion (.5); review PD FCR's sur-reply regarding same (.2); review outline from R. Frankel regarding effective date issues (.5); analyze issues regarding same (.5); telephone conference with R. Frankel, R. Wyron and D. Austern regarding same and follow-up (.8); review draft notices of appearance and corporate disclosure for Third Circuit appeal and e-mail correspondence with D. Fullem regarding same (.2).	2.70
06/29/12	R. Smith	Review e-mails regarding warrant alternatives.	0.10
06/29/12	R. Wyron	Review memo re Effective Date issues (.4); call with D. Austern re Effective Date issues and follow-up (.6).	1.00
06/29/12	R. Wyron	Review Garlock's emergency motion to stay and e-mails re same.	1.20
06/29/12	R. Frankel	Telephone conference with D. Austern, R. Wyron, D. Felder regarding effective date issues (.5); notes regarding same (.3).	0.80
06/29/12	R. Frankel	Review AMH Reply Memorandum regarding Rule 60 Motion (.8); review PD FCR Sur-Reply (.3).	1.10
06/29/12	R. Frankel	Finalize draft memo regarding effective date issues in preparation for call with client.	0.80
06/29/12	R. Frankel	Telephone conference with R. Wyron regarding Grace warranty transaction, telephone conference with R. Smith (.3); notes regarding same (.1).	0.40
06/30/12	R. Frankel	Preliminary review, e-mails regarding Garlock Emergency Motion to Stay.	1.20

Total Hours 120.90

Total For Services \$103,595.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
James W. Burke	2.10	550.00	1,155.00
Debra Felder	23.80	650.00	15,470.00
Roger Frankel	62.80	995.00	62,486.00
Debra O. Fullem	6.10	270.00	1,647.00
Richard V. Smith	0.60	875.00	525.00
Richard H. Wyron	25.50	875.00	22,312.50
Total All Timekeepers	120.90	\$856.87	\$103,595.50



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Disbursements

Document Reproduction	10.80	
Express Delivery	150.17	
Out of Town Business Meals	15.36	
Outside Reproduction Services	1.65	
Taxi Expense	20.75	
Travel Expense, Air Fare	1,230.11	
Travel Expense, Local	359.00	
Travel Expense, Out of Town	558.84	
Westlaw Research	186.61	
Total Disbursements		\$2,533.29

Total For This Matter	\$106,128.79
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For Legal Services Rendered Through June 30, 2012 in Connection With:

Matter: 11 - Compensation of Professionals - Other

06/14/12	D. Fullem	Review signed Order on quarterly fee applications.	0.20
		Total Hours	0.20
		Total For Services	\$54.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra O. Fullem	0.20	270.00	54.00
Total All Timekeepers	0.20	\$270.00	\$54.00

Total For This Matter **\$54.00**



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For Legal Services Rendered Through June 30, 2012 in Connection With:

Matter: 13 - Compensation of Professionals - Orrick

06/01/12	D. Fullem	Review status of fee application filings.	0.50
06/05/12	D. Fullem	Review status of fee application filings/payments.	0.20
06/06/12	D. Felder	Review May prebill.	1.00
06/08/12	D. Fullem	Review recent payment information; update fee/expense charts; e-mail to R. Frankel, R. Wyron and V. Crossley.	0.40
06/12/12	D. Fullem	Prepare CNO for Orrick's April fee application; e-mail to D. Felder for review/comment/signature.	0.50
06/13/12	D. Felder	Review CNO for Orrick's April fee application.	0.20
06/14/12	D. Fullem	Review CNO re April invoice; e-mail to C. Hartman for filing.	0.20
06/14/12	D. Fullem	E-mail to P. Reyes re final May invoice.	0.10
06/14/12	D. Fullem	Review recent fee application filings/payment status.	0.20
06/19/12	D. Fullem	Review May invoice.	0.50
06/19/12	D. Fullem	Begin draft of May monthly fee application.	0.80
06/19/12	D. Fullem	Review and respond to email from accounting regarding Westlaw/Lexis reports.	0.20
06/19/12	D. Fullem	Prepare email to P. Reyes regarding comments/edits to May invoice.	0.20
06/20/12	D. Fullem	Continue draft of May fee application.	0.50
06/21/12	D. Fullem	Finalize draft of May fee application; e-mail to D. Felder and R. Wyron.	0.50
06/22/12	D. Fullem	Review fee application status.	0.20
06/22/12	D. Fullem	Review email from P. Reyes with revised May invoice.	0.20
06/22/12	D. Fullem	Review and respond to email from D. Felder regarding status of comments to draft May fee application.	0.20
06/22/12	D. Fullem	Finalize draft of May fee application; send to D. Felder and R. Wyron for review/comment.	0.50
06/25/12	D. Fullem	Coordinate filing/serving of Orrick's CNO for April fee application.	0.50
06/25/12	D. Fullem	Review and prepare revisions to May fee application.	0.40
06/25/12	D. Fullem	Coordinate filing/serving of May fee application.	0.40
06/25/12	D. Felder	Review May fee application and e-mail correspondence with D. Fullem regarding same.	0.30



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06/25/12	R. Wyron	Review interim fee application and provide comments re same.	0.30
06/29/12	D. Fullem	Prepare expense charts for Jan-Mar 2012 invoices; e-mail to B. Ruhlander regarding same.	0.70

Total Hours	9.70	
Total For Services		\$3,370.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	1.50	650.00	975.00
Debra O. Fullem	7.90	270.00	2,133.00
Richard H. Wyron	0.30	875.00	262.50
Total All Timekeepers	9.70	\$347.47	\$3,370.50

Total For This Matter	\$3,370.50
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*** COMBINED TOTALS ***

Total Hours	135.00	
Total Fees, all Matters		\$109,907.50
Total Disbursements, all Matters		\$2,533.29
Total Amount Due		\$112,440.79